

seat next to the chair, so as to be convenient for consultation in a low voice, but the chair should try to avoid checking with the parliamentarian too frequently or too obviously. After the parliamentarian has expressed an opinion on a point, the chair has the duty to make the final ruling and, in doing so, has the right to follow the advice of the parliamentarian, or to disregard it.

A member of an assembly who acts as its parliamentarian has the same duty as the presiding officer to maintain a position of impartiality, and therefore does not vote on any question except in the case of a ballot vote. He does not cast a deciding vote, even if his vote would affect the result, since that would interfere with the chair's prerogative of doing so. If a member feels that he cannot properly forego his right to vote in order to serve as parliamentarian, he should not accept that position.

Regarding the duties of the parliamentarian in connection with a convention, see also pages 602-603.

#### §47. MINUTES AND REPORTS OF OFFICERS

##### Minutes

The record of the proceedings of a deliberative assembly is usually called the *minutes*, or sometimes—particularly in legislative bodies—the *journal*. In an ordinary society, unless the minutes are to be published, they should contain mainly a record of what was *done* at the meeting, not what was *said* by the members. The minutes should never reflect the secretary's opinion, favorable or otherwise, on anything said or done.

CONTENT OF THE MINUTES. The *first paragraph* of the minutes should contain the following information (which

need not, however, be divided into numbered or separated items directly corresponding to those below):

- 1) the kind of meeting: regular, special, adjourned regular, or adjourned special;
- 2) the name of the society or assembly;
- 3) the date and time of the meeting, and the place, if it is not always the same;
- 4) the fact that the regular chairman and secretary were present or, in their absence, the names of the persons who substituted for them; and
- 5) whether the minutes of the previous meeting were read and approved—as read, or as corrected—the date of that meeting being given if it was other than a regular business meeting.

The body of the minutes should contain a *separate paragraph for each subject matter*, giving, in the case of all important motions, the name of the mover, and should show:

- 6) all main motions (10) or motions to bring a main question again before the assembly (pp. 75-79, and 33-36)—except, normally, any that were withdrawn\*—stating:
  - a) the wording in which each motion was adopted or otherwise disposed of (with the facts as to whether the motion may have been debated or amended

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\*There may be certain instances in which a main motion is withdrawn under circumstances that require some mention in the minutes. In such a case, only as much information should be included in the minutes as is needed to reflect the necessary details clearly. For example, if, at one meeting, a main motion was made the special order for the next meeting (p. 366), or a main motion was postponed after lengthy consideration to a meeting at which it was withdrawn by consent, action at the first meeting should always be recorded, and the withdrawal at the second meeting should be stated for completeness of the minutes.

- before disposition being mentioned only parenthetically); and
- b) the disposition of the motion, including—if it was *temporarily* disposed of (pp. 90–91, 335–336)—any primary and secondary amendment and all adhering secondary motions that were then pending;
- 7) secondary motions that were not lost or withdrawn, in cases where it is necessary to record them for completeness or clarity—for example, motions to *Recess* or to *Fix the Time to Which to Adjourn* (among the privileged motions), or motions to *Suspend the Rules* or grant a *Request to Be Excused from a Duty* (among the incidental motions), generally only alluding to the adoption of such motions, however, as “... the matter having been advanced in the agenda on motion of...” or “... a ballot vote having been ordered, the tellers ...”;
- 8) all notices of motions (pp. 118–120); and
- 9) all points of order and appeals, whether sustained or lost, together with the reasons given by the chair for his or her ruling.

The *last paragraph* should state:

- 10) the hour of adjournment.

Additional rules and practices relating to the content of the minutes are the following:

- The name of the seconder of a motion should not be entered in the minutes unless ordered by the assembly.
- When a count has been ordered or the vote is by ballot, the number of votes on each side should be entered; and when the voting is by roll call, the names of those voting on each side and those answer-

ing "Present" should be entered. If members fail to respond on a roll call vote, enough of their names should be recorded as present to reflect that a quorum was present at the time of the vote. If the chair voted, no special mention of this fact is made in the minutes.

- The proceedings of a committee of the whole, or a quasi committee of the whole, should not be entered in the minutes, but the fact that the assembly went into committee of the whole (or into quasi committee) and the committee report should be recorded (see 51).
- When a question is considered informally, the same information should be recorded as under the regular rules, since the only informality in the proceedings is in the debate.
- When a committee report is of great importance or should be recorded to show the legislative history of a measure, the assembly can order it "to be entered in the minutes," in which case the secretary copies it in full in the minutes.
- The name and subject of a guest speaker can be given, but no effort should be made to summarize his remarks.

THE SIGNATURE. Minutes should be signed by the secretary and can also be signed, if the assembly wishes, by the president. The words *Respectfully submitted*—although occasionally used—represent an older practice that is not essential in signing the minutes.

FORM OF THE MINUTES. The principles stated above are illustrated in the following model form for minutes:

The regular monthly meeting of the L.M. Society was held on Thursday, January 4, 19 —, at 8:30 P.M., at the Society's building, the President being in the chair and the Secretary being present. The minutes of the last meeting were read and approved as corrected.

The Treasurer reported the receipt of a bill from the Downs Construction Company in the amount of \$5000 for the improvements recently made in the Society's building. The question put by the chair "that the bill be paid" was adopted.

Mr. Johnson, reporting on behalf of the Membership Committee, moved "that John R. Brown be admitted to membership in the Society." The motion was adopted after debate.

The report of the Program Committee was received and placed on file.

The special committee that was appointed to investigate and report on suitable parking facilities near the Society's building reported, through its chairman, Mrs. Smith, a resolution, which, after debate and amendment, was adopted as follows: "*Resolved*, That . . . [its exact words immediately before being acted upon, incorporating all amendments]."

The resolution relating to the use of the Society's library by nonmembers, which was postponed from the last meeting, was then taken up. This motion and a pending amendment were laid on the table after the chair announced that the guest speaker had received a phone message which would require his early departure.

The President introduced the guest speaker, Mr. James F. Mitchell, whose subject was —.

At the conclusion of Mr. Mitchell's talk, the resolution relating to the use of the Society's library by nonmembers was taken from the table. After amendment and further

debate, the resolution was adopted as follows: "Resolved, That . . . [its exact wording immediately before being finally voted on]."

Mr. Gordon moved "that the Society undertake the establishment of a summer camp for boys on its lakefront property." Mrs. Thomas moved to amend this motion by inserting the word "underprivileged" before "boys." On motion of Mr. Dorsey, the motion to establish the camp, with the pending amendment, was referred to a committee of three to be appointed by the chair with instructions to report at the next meeting. The chair appointed Messrs. Flynn, Dorsey, and Fine to the committee.

The meeting adjourned at 10:05 P.M.

Margaret Duffy, Secretary  
(Mrs. James W. \_\_\_\_\_)

READING AND APPROVAL OF MINUTES. *In organizations that regularly hold one-meeting sessions quarterly or more often (p. 90) and no portion of whose membership is subject to periodic replacement, procedures relative to the reading and approval of minutes are as follows:*

- The minutes of each meeting are normally read and approved at the beginning of the next regular meeting, immediately after the call to order and any opening ceremonies. An adjourned meeting of an ordinary society approves the minutes of the meeting which established the adjourned meeting; its own minutes are approved at the next adjourned or regular meeting, whichever occurs first. A special meeting does not approve minutes; its minutes should be approved at the next regular meeting.
- Corrections, if any, and approval of the minutes are normally done by unanimous consent. The chair calls



for the reading of the minutes, asks for any corrections, then declares the minutes approved, as shown on pages 348-349.

- By a majority vote without debate, the reading of the minutes can be "dispensed with"—that is, *not carried out at the regular time*. If the reading of the minutes is dispensed with, it can be ordered (by majority vote without debate) at any later time during the meeting while no business is pending; and if it is not thus taken up before adjournment, these minutes must be read at the following meeting before the reading of the later minutes. If it is desired to approve the minutes without having them read, it is necessary to suspend the rules for this purpose.
- A draft of the minutes of the preceding meeting can be sent to all members in advance, usually with the notice. In such a case, it is presumed that the members have used this opportunity to review them, and they are not read unless this is requested. Correction of them and approval, however, is handled in the usual way. It must be understood in such a case that the formal copy placed in the minute book contains all corrections which were made and that none of the many copies circulated to members and marked by them is authoritative (see also pp. 349-350).

*In organizations where regular business sessions are not held as often as quarterly and do not last longer than one day, or in which there has been a change or replacement of a portion of the membership, the executive board—or, if there is none, a committee appointed for the purpose—should be authorized to approve the minutes. The fact that the minutes are not then read for approval at the next meeting does not*

prevent a member from having a relevant excerpt read for information; nor does it prevent the assembly in such a case from making additional corrections, treating the minutes as having been previously approved (see third paragraph below).

*In sessions lasting longer than one day*, such as conventions, the minutes of meetings held the preceding day are read and are approved by the convention at the beginning of each day's business after the first (and minutes that have not been approved previously should be read before the final adjournment)—except as the convention may authorize the executive board or a committee to approve the minutes at a later time.

When the minutes are approved, the word *Approved*, with the secretary's initials and the date, should be written below them.

If the existence of an error or material omission in the minutes becomes reasonably established after their approval—even many years later—the minutes can then be corrected by means of the motion to *Amend Something Previously Adopted* (34), which requires a two-thirds vote, or a majority vote with notice, or the vote of a majority of the entire membership, or unanimous consent.

**"MINUTES" TO BE PUBLISHED.** When "minutes" are to be published, they should contain, in addition to the information described above, a list of the speakers on each side of every question, with an abstract or the text of each address. In such cases the secretary should have an assistant. When it is desired, as in some conventions, to publish the proceedings in full, the secretary's assistant should be a stenographic reporter or recording technician. The presiding officer should then take particular care that every-